

Ref.No. thor bor.005/2552

November 24, 2009

Subject : 1. To repeal the right to increase an investment in Kewpie (Thailand) Co.,Ltd.
2. To authorize shareowners to propose agenda and/or to nominate candidate(s) to be elected as director(s) at the 45th General Shareowners' Meeting 2010
Attention : Director and Manager of Exchange of Thailand

According to the Board of Directors' Meeting No.7/2552 of I.C.C. International Public Company Limited, held on November 24, 2009, resolutions were passed to allow the Company to enter into following matters :

1. To repeal the right in the new capital shares of Kewpie (Thailand) Co.,Ltd. for the amount of 84,000 shares at the price Baht 100.- per share totalling Baht 8,400,000 and to give this right to International Laboratories Corp. Ltd. This is in line with the related transaction as following details :

1. Date of transaction : Within November 2009
2. Related parties :
 - Right repealer : I.C.C. International Plc.
 - Right receiver : International Laboratories Corp. Ltd.
 - Relationship : I.C.C. International Plc. and International Laboratories Corp.Ltd. have the same major shareowner which is Saha Pathana Inter-Holding Plc.
3. General characteristics of the transaction
 - Transaction class : In line with the related transaction as notified by the Board of Governors of the Stock Exchange of Thailand on the disclosure of information and operation of the listed companies in relation with the related transaction.
 - Transaction volume : Not in line with regulation of acquiring or disposition of listed company assets
4. Details of transaction
 - Company name : Kewpie (Thailand) Co.,Ltd.
 - Type of business : Food manufacturer and distributor
 - Registered capital before share increase : Baht 200,000,000.- divided into 2,000,000 shares at par value Baht 100.-
 - Registered capital after share increase : Baht 260,000,000.- divided into 2,600,000 shares at par value Baht 100.-
 - Number of shares allocated : 84,000 shares
 - Purchase price per share : Baht 100.-
 - Proportion of shares before share increase : 280,000 shares = 14.00 % of former registered capital
 - Proportion of shares after share increase : 280,000 shares = 10.77 % of new registered capital

5. The total value of the consideration :
The Company has repealed the right in the new shares of Kewpie (Thailand) Co.,Ltd. amounting 84,000 shares at Baht 100.-per share totalling Baht 8,400,000.- and given to International Laboratories Corp. Ltd.
6. Purpose of transaction :
 1. To decrease ratio of share owning in the non-business related companies.
 2. Kewpie's capital increase is aimed to expand its factory and production base, so heavy investment is needed and its operational profit is expected to gain in quite a long time.
 3. To provide an opportunity to International Laboratories Corp.Ltd.,Kewpie's supervising company, to invest in this company and manage for rapid operational profit.
7. Directors and Executives with conflict of interest who neither attend nor vote at the meeting are as follows :
 1. Mr. Boonsithi Chokwatana
 2. Mr. Thamarat Chokwatana
 3. Mrs. Chintana Chalermchaikit
8. Opinions of the Company's Board of Directors and Audit Committee
It is approved to allow the Company to repeal the right in the new shares of Kewpie (Thailand) Co.,Ltd. as mentioned above details, in order to give an opportunity to International Laboratories Corp.Ltd., the supervising center and coordinator between Saha Group of companies and Q.P. Corporation (Japan), to participate in the share owning for supervising and fast profit management for the benefit of the Company and Saha Group of companies.

2. To comply with the corporate good governance policy , the Company has authorize shareowners to propose agenda and/or to nominate candidate(s) to be elected as director(s) prior to the 45th General Shareowners' Meeting 2010 in accordance with the Company's criteria, which shall be publicized via the Company's website (<http://www.icc.co.th>). Submission of the above matters can be done from December 1 - 30, 2009 so that the Company can further to any necessary procedure.

It would be highly appreciated if you could pass this information to the shareowners and all concerned people.

Yours sincerely,

(Mr. Boonkiet Chokwatana)
President & Executive Chairman